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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

_____)	
In re:)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	Chapter 11
)	
Debtors.)	Jointly Administered
_____)	

**NOTICE OF FILING OF REVISED PROPOSED ORDER CONFIRMING FIRST
AMENDED JOINT CHAPTER 11 PLAN PROPOSED BY RESIDENTIAL CAPITAL,
LLC, et al. AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

PLEASE TAKE NOTICE that on November 13, 2013, the debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”) and the official committee of unsecured creditors (the “Creditors’ Committee” and together with the Debtors, the “Plan Proponents”) filed their proposed *Order Confirming First Amended Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors* [Docket No. 5723] (the “Proposed Confirmation Order”).

PLEASE TAKE FURTHER NOTICE that the Plan Proponents hereby submit the revised Proposed Confirmation Order (the “Revised Proposed Confirmation Order”), annexed

hereto as Exhibit 1. A comparison of the Proposed Confirmation Order and the Revised Proposed Confirmation Order is attached hereto as Exhibit 2.

PLEASE TAKE FURTHER NOTICE that a copy of the Proposed Confirmation Order and the Revised Proposed Confirmation Order may be obtained via PACER at <http://www.nysb.uscourts.gov> or from the Debtors' restructuring website at www.kcellc.net/rescap.

Dated: November 18, 2013

Respectfully submitted,

/s/ Gary S. Lee

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